

Hearing Date and Time: May 14, 2020 at 10:00 a.m. (Prevailing Eastern Time)
Objection Date and Time: May 7, 2020 at 4:00 p.m. (Prevailing Eastern Time)

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Counsel for Creditor,
Tempur Sealy International, Inc. and its affiliates

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Case No. 18-23538-RDD
	:	
SEARS HOLDING CORPORATION, <i>et al.</i> ,	:	Chapter 11
	:	
Debtors. ¹	:	(Jointly Administered)
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**NOTICE OF HEARING ON MOTION FOR ORDER (A) ALLOWING AND
REQUIRING PAYMENT OF 503(b)(9) CLAIMS OF TEMPUR SEALY
INTERNATIONAL & AFFILIATES; OR, IN THE ALTERNATIVE, (B) DIRECTING
DEBTORS TO SET-ASIDE A RESERVE**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brand Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**FROM FUTURE DISTRIBUTIONS UNDER THE ADMINISTRATIVE EXPENSE
CLAIMS CONSENT PROGRAM FOR THE BENEFIT OF SUCH CLAIMS**

PLEASE TAKE NOTICE that a hearing on the Motion for Order (A) Allowing And Requiring Payment Of 503(b)(9) Claims Of Tempur Sealy International & Affiliates; Or, In The Alternative, (B) Directing Debtors To Set-Aside A Reserve From Future Distributions Under The Administrative Expense Claims Consent Program For The Benefit Of Such Claims (the “**Motion**”) will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), 300 Quarropas Street, White Plains, New York 10601, **on May 14, 2020, at 10:00 a.m. (Prevailing Eastern Time)** or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that any responses or objections (each, an “**Objection**”) to the relief requested in the Motion shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, shall be filed with the Bankruptcy Court (1) by attorneys practicing in the Bankruptcy Court, including attorneys admitted *pro hac vice*, electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov), and (2) by all other parties in interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practice of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Amended Order Implementing Certain Notice and Case Management Procedures* [ECF No. 405] entered on November 1, 2018, so as to be filed and received no later than **May 7, 2020 at 4:00 p.m. (Prevailing Eastern Time)** (the “**Objection Deadline**”).

PLEASE TAKE FURTHER NOTICE that if no Objections are timely filed and served with respect to the Motion, Tempur Sealy International, Inc. may, on or after the Objection

Deadline, submit to the Bankruptcy Court an order substantially in the form attached as Exhibit A to the Motion, which order the Bankruptcy Court may enter without further notice or opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that any objecting parties are required to attend the hearing, and failure to appear may result in relief being granted upon default.

Dated: April 29, 2020

Respectfully submitted,

/s/ Lea Pauley Goff

Lea Pauley Goff

(*pro hac vice* admission pending)

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